

**UNITED STATES DISTRICT COURT  
DISTRICT OF MINNESOTA**

---

IN RE: CENTURYLINK SALES  
PRACTICES AND SECURITIES  
LITIGATION

MDL No. 17-2795 (MJD/KMM)

This Document Relates to:  
Civil File No. 18-296 (MJD/KMM)

---

**STIPULATION REGARDING DEFENDANTS' MOTION FOR LEAVE TO  
REOPEN DEPOSITION OF MICHAEL L. HARTZMARK AND FILE SUR-  
REPLY, TO ADJOURN CLASS CERTIFICATION HEARING,  
AND TO ORDER AN EVIDENTIARY HEARING**

Subject to the approval of the Court, this stipulation (the "Stipulation") is made and entered into by, between, and among (i) Lead Plaintiff State of Oregon by and through the Oregon State Treasurer and the Oregon Public Employees Retirement Board, on behalf of the Oregon Public Employee Retirement Fund ("Oregon"), and Named Plaintiff Fernando Alberto Vildosola ("Vildosola"), as trustee for the AUFV Trust U/A/D 02/19/2009 (collectively, the "Plaintiffs"); and (ii) CenturyLink, Inc., Glen F. Post, III, R. Stewart Ewing, Jr., David D. Cole, Karen Puckett, Dean J. Douglas, and G. Clay Bailey (collectively, the "Defendants," and together with the Plaintiffs, the "Parties").

WHEREAS, on January 21, 2020, Plaintiffs filed a Motion for Class Certification, Appointment of Class Representatives and Appointment of Counsel (the "Class Certification Motion") [ECF No. 188]<sup>1</sup>; a Memorandum of Law and other documents in

---

<sup>1</sup> Docket numbers cited herein refer to the docket of *Craig v. CenturyLink, Inc., et al.*, Case No. 18-cv-00296-MJD-KMM.

support of the Class Certification Motion [ECF Nos. 190-193], including the Expert Report of Michael L. Hartzmark [ECF No. 191-3]; and a Notice of Hearing providing notice of a hearing on the Class Certification Motion on a date to be determined by the Court [ECF No. 189];

WHEREAS, on January 31, 2020, Plaintiffs filed a Second Amended Notice of Hearing [ECF No. 196] providing notice of a hearing on the Class Certification Motion on May 21, 2020;

WHEREAS, on March 23, 2020, Defendants filed a Memorandum of Law and other documents in opposition to the Class Certification Motion [ECF Nos. 226-229], including the Expert Report of Bruce Deal [ECF No. 227-1];

WHEREAS, on May 5, 2020, Plaintiffs filed a Reply Memorandum of Law and other documents in further support of the Class Certification Motion [ECF Nos. 249-254], including a Reply Expert Report of Michael L. Hartzmark [ECF No. 251-1];

WHEREAS, on May 8, 2020, Defendants filed a Motion for Leave to Reopen Deposition of Michael L. Hartzmark and File Sur-Reply, to Adjourn Class Certification Hearing, and to Order an Evidentiary Hearing (the “Motion for Leave”) [ECF No. 255], other documents in support of the Motion for Leave [ECF Nos. 257-260], and a Notice of Hearing providing notice of a hearing on the Motion for Leave on a date to be determined by the Court [ECF No. 256];

WHEREAS, on May 11, 2020, Plaintiffs filed a response and other documents in opposition to the Motion for Leave [ECF Nos. 261-262];

WHEREAS, on May 18, 2020, the Court adjourned the May 21, 2020 hearing on the Class Certification Motion and ordered a hearing on the Motion for Leave to take place on May 26, 2020; and

WHEREAS, prior to the May 26, 2020 hearing, the Parties engaged in good-faith negotiations to resolve the Motion for Leave, and at the conclusion of the negotiations, reached an agreement as reflected in this Stipulation.

**NOW THEREFORE**, the Parties stipulate and agree as follows:

1. Plaintiffs shall make their class certification expert Michael L. Hartzmark available for a supplemental remote deposition limited to topics addressed in Dr. Hartzmark's Reply Expert Report and lasting no more than three (3) hours, and Defendants may take such deposition on or before June 5, 2020;

2. Defendants may file a sur-reply in further opposition to the Class Certification Motion limited to topics addressed in Dr. Hartzmark's Reply Expert Report and related arguments in Plaintiffs' Reply Memorandum of Law, not to exceed three thousand (3,000) words, within seven (7) calendar days of Dr. Hartzmark's supplemental remote deposition and no later than June 12, 2020;

3. Plaintiffs may file a sur-sur-reply in further support of the Class Certification Motion limited to topics addressed in any sur-reply filed by Defendants, not to exceed three thousand (3,000) words, within seven (7) calendar days of the filing of any sur-reply and no later than June 19, 2020, unless Defendants submit a supplemental expert report by their class certification expert Bruce Deal in connection with a sur-reply. Should Defendants submit such a report, Defendants shall make Mr. Deal available for a supplemental remote

deposition lasting no more than three (3) hours, and Plaintiffs may take such deposition, which shall be limited to topics addressed in the supplemental expert report, within seven (7) calendar days of the filing of the sur-reply. In such case, Plaintiffs may file their sur-sur-reply within seven (7) calendar days of Mr. Deal's supplemental remote deposition, and no later than June 26, 2020; and

4. Defendants hereby withdraw their request for an evidentiary hearing, and the Motion for Leave shall otherwise be deemed withdrawn.

*[Signature Page Follows]*

IN WITNESS WHEREOF, this Stipulation has been executed and delivered as of the day and year written below.

Dated: May 28, 2020

**BERNSTEIN LITOWITZ BERGER &  
GROSSMANN LLP**

*/s/ Michael Blatchley*

John Browne  
Michael D. Blatchley  
Michael Mathai  
1251 Avenue of the Americas  
New York, New York 10020  
Telephone: (212) 554-1400  
Facsimile: (212) 554-1444  
johnb@blbglaw.com  
michaelb@blbglaw.com  
michael.mathai@blbglaw.com

**STOLL STOLL BERNE LOKTING &  
SHLACHTER P.C.**

Keith S. Dubanevich, OSB No. 975200  
Timothy S. DeJong, OSB No. 940662  
Keil M. Mueller, OSB No. 085535  
209 SW Oak Street, Suite 500  
Portland, OR 97204  
Telephone: (503) 227-1600  
Facsimile: (503) 227-6840  
kdubanevich@stollberne.com  
tdejong@stollberne.com  
kmueller@stollberne.com

*Special Assistant Attorneys General and  
Counsel for Lead Plaintiff the State of  
Oregon by and through the Oregon State  
Treasurer and the Oregon Public  
Employee Retirement Board, on behalf of  
the Oregon Public Employee Retirement  
Fund, Plaintiff Fernando Vildosola and  
Lead Counsel for the Class*

**LOCKRIDGE GRINDAL NAUEN  
P.L.L.P.**

Richard A. Lockridge, MN No. 64117  
Gregg M. Fishbein, MN No. 202009

**COOLEY LLP**

*/s/ Patrick E. Gibbs*

Patrick E. Gibbs (CA Bar No. 183174)  
3175 Hanover Street  
Palo Alto, CA 94304  
Phone: (650) 843-5000  
Fax: (650) 849-7400  
pgibbs@cooley.com

Douglas P. Lobel (VA Bar No. 42329)  
David A. Vogel (VA Bar No. 48971)  
Dana A. Moss (VA Bar No. 80095)  
11951 Freedom Drive  
Reston, VA 20190  
Phone: (703) 456-8000  
Fax: (703) 456-8100  
dlobel@cooley.com  
dvogel@cooley.com  
dmoss@cooley.com

Sarah M. Lightdale  
(NY Bar No. 4395661)  
55 Hudson Yards  
New York, NY 10001  
Phone: (212) 479-6000  
Fax: (212) 479-6275  
slightdale@cooley.com

Ryan Blair (CA Bar No. 246724)  
4401 Eastgate Mall  
San Diego, CA 92121  
Telephone: (858) 550-6047  
Facsimile: (858) 527-2750  
rblair@cooley.com

**WINTHROP & WEINSTINE, P.A.**

William A. McNab  
(MN Bar No. 320924)  
Thomas H. Boyd

Kate M. Baxter-Kauf, MN No. 392037  
100 Washington Avenue S, Suite 2200  
Minneapolis, MN 55401  
Telephone: (612) 596-4044  
Facsimile: (612) 339-0981  
ralockridge@locklaw.com  
gmfishbein@locklaw.com  
kmbaxter-kauf@locklaw.com

*Liaison Counsel for Lead Plaintiff the  
State of Oregon by and through the  
Oregon State Treasurer and the Oregon  
Public Employee Retirement Board, on  
behalf of the Oregon Public Employee  
Retirement Fund and Plaintiff Fernando  
Vildosola*

(MN Bar No. 0200517)  
Capella Tower, Suite 3500  
225 South Sixth Street  
Minneapolis, MN 55402  
Phone: (612) 604-6400  
Fax: (612) 604-6800  
wmcnab@winthrop.com  
tboyd@winthrop.com

**BLACKWELL BURKE P.A.**  
Jerry W. Blackwell  
(MN Bar No. 186867)  
431 South 7th Street, Suite 2500  
Minneapolis, MN 55415  
Telephone: (612) 343-3200  
blackwell@blackwellburke.com

*Attorneys for Defendants CenturyLink,  
Inc., Glen F. Post, III, R. Stewart Ewing,  
Jr., David D. Cole, Karen Puckett, Dean  
J. Douglas, and G. Clay Bailey*